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LIBANCELL S.A.L., a Lebanese Corporation,

Petitioner,

- against -

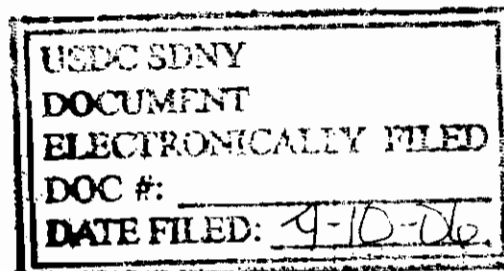
THE REPUBLIC OF LEBANON,

Respondent.
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Civ. No. _____

**ORDER TO SHOW CAUSE
REGARDING ATTACHMENT AND
TEMPORARY RESTRAINING ORDER
AND PRELIMINARY INJUNCTION
OF THE ASSETS OF RESPONDENT
PURSUANT TO RULES 64 AND 65 OF
THE FEDERAL RULES OF CIVIL
PROCEDURE AND ARTICLE 62 OF
THE NEW YORK CIVIL PRACTICE
LAW AND RULES**

UPON (1) the Petition of LIBANCELL S.A.L. ("LibanCell") to Confirm Foreign Arbitral Award and Enforce Foreign Judgment, (2) the Declaration of Eric L. Lewis in Support of the Petition of LibanCell and the Order to Show Cause Regarding Attachment and Temporary Restraining Order and Preliminary Injunction of the Assets of Respondent, dated April 10, 2006, and the Exhibits thereto, (3) Declaration of Nizar Dalloul; and (4) the Petitioner's Memorandum of Law in Support of *Ex Parte* Application for Temporary Restraining Order and Order to Show Cause Why Order of Attachment and Preliminary Injunction Should Not Issue Pursuant to Federal Rules 64 and 65 and Article 62 of the New York Civil Practice Law and Rules, and on all of the pleadings and proceedings previously filed in this action, this Court finds that immediate and irreparable injury will result to petitioner LibanCell absent the relief granted hereby if notice of the application for a temporary restraining order and order to show cause is provided, in that any funds remaining within the Court's power will be transferred beyond its reach, and it is therefore



ORDERED that respondent REPUBLIC OF LEBANON (the "Republic"), show cause before this Court on April 18th, 2006, at 2:30 a.m./p.m., or as soon after that as counsel may be heard, at the United States Courthouse located at 500 Pearl Street, New York, New York, Courtroom No. 23B, why

(a) an order of attachment should not be made, conditional on the posting by LibanCell of an appropriate undertaking to be determined by the Court, directing that the United States Marshal for the Southern District of New York, or any person properly appointed to act on behalf of the Marshal, to levy, within **twenty (20) days** of the issuance of the Order of Attachment by this Court on property in which the Republic has an interest located in the State of New York, up to the value or amount of of \$ 265,158,184, plus interest at the rate of LIBOR + 4, or \$ 281,414,687.56, which property may include, specifically, the proceeds from the sale and exchange of bonds as described in the March 30, 2006 Base Prospectus Supplement for the Republic's \$17 Billion Global Medium Term Note Program and the Republic's Announcement entitled "The Lebanese Republic Successfully Completes its Voluntary Debt Exchange Offer;"

(b) a preliminary injunction should not be issued, directing that the Republic, and **Deutsche Bank Trust Company Americas, BNP Paribas, and Swiss American Securities Inc. ("SASI")** are enjoined and restrained pending the levy of the order of attachment issued by the Court by the United States Marshal from making any sale, assignment, or transfer of any commercial property in its possession or custody or otherwise disposing of such assets in which the Republic has an interest, **including proceeds from the sale, exchange and issuance of commercial notes in connection with the Republic's \$17 Billion Global Medium Term Note Program as described in the March 30, 2006 Base Prospectus Supplement for the Republic's \$17 Billion Global Medium Term Note Program and the Republic's**

Debt Exchange Offer" up to the amount of \$ 265,158,184, plus interest at the rate of LIBOR 4, or \$ 281,414,687.56; and

(c) granting such additional relief as may be appropriate.

IT IS FURTHER ORDERED, sufficient reason having been shown therefore, that pending the hearing of the Petitioner LibanCell's motion for an attachment and a preliminary injunction pursuant to Federal Rules of Civil Procedure 64 and 65, in aid of satisfaction of the judgment in this case, the Republic, its agents, officers, representatives, or any other persons having actual notice of this order, including but not limited to **Deutsche Bank Trust Company Americas, BNP Paribas, and SASI** are hereby immediately and temporarily enjoined and restrained from making any sale, assignment, or transfer of any property or assets in their possession or custody or otherwise disposing of, wasting or otherwise dissipating such assets in which respondent the Republic has an interest, **including any funds relating to the exchange and issuance of commercial notes in connection with the Republic's \$17 Billion Global Medium Term Note Program as described in the March 30, 2006 Base Prospectus Supplement for the Republic's \$17 Billion Global Medium Term Note Program and the Republic's Announcement entitled "The Lebanese Republic Successfully Completes its Voluntary Debt Exchange Offer,** which conduct is enjoined by this Order.

IT IS FURTHER ORDERED that in order to provide sufficient service and notice of this order, service of a copy of this order and of the papers on which it is granted, made upon respondent the Republic on or before April 11th, 2006, via international courier, facsimile or by hand as follows, be deemed good and sufficient service:

(a) the offices of counsel for the Republic, at the following addresses:

- Freshfields Bruckhaus Deringer
65 Fleet Street
London EC4Y 1HS
United Kingdom
Telephone: +44 20 7936 4000
Facsimile: +44 20 7832 7001
Attorneys for the Republic of Lebanon

(b) the **Consulate General** of the Republic, at the following address:

- Consulate General of the Republic of Lebanon
Nine East 76th St.
New York, NY 10021
Telephone: (212) 744-7905
Facsimile: (212) 794-1510
Attn: Mr. Mohamed Harake (Consul General)

(c) the **Ministry of Telecommunications** of the Republic of Lebanon, at the following address:

- Ministry of Telecommunications,
Riad El Solh, Beirut, Lebanon,
Attn: HE the Minister,
Telephone: +961-1-424 777 / 888 100
Facsimile: +961-1-888 600 / 423 005

and delivery by hand and via facsimile to all other garnishees.

✓ IT IS FURTHER ORDERED that papers in opposition to the motion must be served on petitioner LibanCell's counsel of record on or before noon on April 17, 2006, by international courier and by facsimile, at the following address:

BAACH ROBINSON & LEWIS PLLC

1201 F Street, NW, Suite 500

Washington, D.C. 20004

202-833-8900 (Telephone)

202-466-5738 (Facsimile)

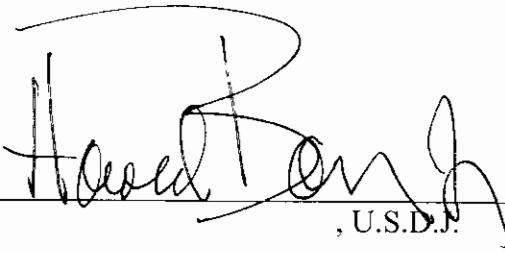
Attorneys for LibanCell S.A.L.,

Attn: Eric L. Lewis, Esq.

SO ORDERED,

Dated: New York, New York

4/10, 2006


_____, U.S.D.J. 